

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MINNESOTA**

In re:

WYNIT DISTRIBUTION, LLC, *et al.*¹
Debtors.

Jointly Administered Under

Case No. 17-42726

Chapter 11 Cases

NOTICE OF RECLAMATION DEMANDS

PLEASE TAKE NOTICE that on September 25, 2017, Quicken, Inc. (“Quicken”) delivered letters to the Debtors asserting reclamation demands pursuant to § 2-702 of the Uniform Commercial Code and/or § 546(c)(1) of the United States Bankruptcy Code, for the return of all goods that Quicken had sold or delivered to the Debtors within forty-five (45) days before the Debtors’ bankruptcy filing date of September 8, 2017 (the “Reclamation Demand Letters”).

PLEASE TAKE FURTHER NOTICE that copies² of the Reclamation Demand Letters are attached hereto.

PLEASE TAKE FURTHER NOTICE that Quicken’s demands for reclamation are without prejudice to any other rights and remedies available to Quicken, at law or in equity, including but not limited to, Quicken’s right to an allowed administrative expense claim under § 503(b)(9) of the Bankruptcy Code for all goods received by the Debtors’ within twenty (20) days before the date of commencement of the Debtors’ bankruptcy case. Quicken reserves its rights to amend or supplement the demands or make additional demands.

¹ The Debtors in these chapter 11 cases are the following: Wynit Distribution, LLC (Case No. 17-2726), WD Navarre Distribution, LLC (Case No. 17-42728), WD Encore Software, LLC (Case No. 17-42729), WD Navarre Digital Services, LLC (Case No. 17-32865), WD Navarre Holdings, LLC (Case No. 17-32864), Wynit Holdings, Inc. (Case No. 17-32866), WD Navarre Canada, ULC (Case No. 17-32867).

² Sensitive information has been redacted.

Dated: September 28, 2017

/s/ James M. Jorissen

James M. Jorissen
LEONARD, O'BRIEN,
SPENCER, GALE & SAYRE, LTD.
100 South Fifth Street, Suite 2500
Minneapolis, Minnesota 55402
Telephone: 612-455-5038
jjorissen@losgs.com

-and-

William P. Weintraub (*pro hac vice*)
Barry Z. Bazian (*pro hac vice*)
GOODWIN PROCTER LLP
New York Times Building
620 Eighth Avenue
New York, New York 10018-1405
Telephone: 212-813-8800
wwintraub@goodwinlaw.com
bbazian@goodwinlaw.com

Counsel to Quicken, Inc.



3760 Haven Avenue, Menlo Park, CA 94025

September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WD Encore Software, LLC
700 W 76th Street, Suite 116
Eden Prairie, MN 55344

Re: Reclamation Demand by Quicken, Inc.

Dear Pete:

Demand is hereby made upon WD Encore Software, LLC ("WYNIT"), pursuant to § 2-702 of the Uniform Commercial Code, and/or § 546(c)(1) of the United States Bankruptcy Code, for the return of all goods that Quicken, Inc. ("Quicken") had sold or delivered to WYNIT and that WYNIT had received within forty-five (45) days before WYNIT's bankruptcy filing date of September 8, 2017. This demand specifically includes, but is not limited to, goods identified in the Schedule annexed hereto.

Please contact the undersigned for instructions in connection with the return of the goods.

WYNIT is further notified that all goods subject to Quicken's right of reclamation must be protected and segregated by WYNIT and shall not be used for any purpose whatsoever except those specifically authorized following notice and a hearing by the Bankruptcy Court or other court.

Quicken makes this demand for reclamation without prejudice to any other rights and remedies available to Quicken, at law or in equity, including but not limited to, Quicken's right to an allowed administrative expense claim under § 503(b)(9) of the Bankruptcy Code for all goods received by WYNIT within twenty (20) days before the date of commencement of WYNIT's bankruptcy case. Quicken reserves its rights to amend or supplement this demand or make additional demands.

According to certain documents WYNIT has filed with the bankruptcy court, each of WYNIT's related debtor entities operates under the same trade name of "WYNIT." Accordingly, out of an abundance of caution, Quicken is sending this demand to each of WYNIT's related debtor entities.

Very truly yours,
Quicken, Inc.

A handwritten signature in black ink, appearing to read "John Eichhorn".

John Eichhorn, CFO

Cc: William P. Weintraub, Esq., Goodwin Procter LLP, wweintraub@goodwinlaw.com
Robert T. Kugler, Esq., Stinson Leonard Street LLP, robert.kugler@stinson.com
David B. Kurzweil, Esq., Greenberg Traurig, LLP, kurzweild@gtlaw.com



3760 Haven Avenue, Menlo Park, CA 94025

Schedule to Reclamation Demand

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		170035	180		
PO 3230999	1387	170026	450	\$ [REDACTED]	8/10/17
PO 3231068	1423	170029	340	\$ [REDACTED]	8/15/17
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3760 Haven Avenue, Menlo Park, CA 94025

September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WD Navarre Canada, ULC
700 W 76th Street, Suite 116
Eden Prairie, MN 55344

Re: Reclamation Demand by Quicken, Inc.

Dear Pete:

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John Eichhorn, CFO

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September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WD Navarre Digital Services, LLC
700 W 76th Street, Suite 116
Eden Prairie, MN 55344

Re: Reclamation Demand by Quicken, Inc.

Dear Pete:

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John Eichhorn, CFO

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WD Navarre Distribution, LLC
700 W 76th Street, Suite 116
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WD Navarre Holdings, LLC
700 W 76th Street, Suite 116
Eden Prairie, MN 55344

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Demand is hereby made upon Wynit Holdings, LLC ("WYNIT"), pursuant to § 2-702 of the Uniform Commercial Code, and/or § 546(c)(1) of the United States Bankruptcy Code, for the return of all goods that Quicken, Inc. ("Quicken") had sold or delivered to WYNIT and that WYNIT had received within forty-five (45) days before WYNIT's bankruptcy filing date of September 8, 2017. This demand specifically includes, but is not limited to, goods identified in the Schedule annexed hereto.

Please contact the undersigned for instructions in connection with the return of the goods.

WYNIT is further notified that all goods subject to Quicken's right of reclamation must be protected and segregated by WYNIT and shall not be used for any purpose whatsoever except those specifically authorized following notice and a hearing by the Bankruptcy Court or other court.

Quicken makes this demand for reclamation without prejudice to any other rights and remedies available to Quicken, at law or in equity, including but not limited to, Quicken's right to an allowed administrative expense claim under § 503(b)(9) of the Bankruptcy Code for all goods received by WYNIT within twenty (20) days before the date of commencement of WYNIT's bankruptcy case. Quicken reserves its rights to amend or supplement this demand or make additional demands.

According to certain documents WYNIT has filed with the bankruptcy court, each of WYNIT's related debtor entities operates under the same trade name of "WYNIT." Accordingly, out of an abundance of caution, Quicken is sending this demand to each of WYNIT's related debtor entities.

Very truly yours,
Quicken, Inc.

A handwritten signature in black ink, appearing to read "John Eichhorn".

John Eichhorn, CFO

Cc: WYNIT Legal Affairs Department
William P. Weintraub, Esq., Goodwin Procter LLP, wweintraub@goodwinlaw.com
Robert T. Kugler, Esq., Stinson Leonard Street LLP, robert.kugler@stinson.com
David B. Kurzweil, Esq., Greenberg Traurig, LLP, kurzweild@gtlaw.com

quicken.com



3760 Haven Avenue, Menlo Park, CA 94025

Schedule to Reclamation Demand

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3760 Haven Avenue, Menlo Park, CA 94025

September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WYNIT Distribution LLC
2 W Washington Street, Suite 500
Greenville, SC 29601

Re: Reclamation Demand by Quicken, Inc.

Dear Pete:

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September 25, 2017

Via Email, Fax and Federal Express

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WD Navarre Holdings, LLC
2 W Washington Street, Suite 500
Greenville, SC 29601

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September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WD Navarre Digital Services, LLC
2 W Washington Street, Suite 500
Greenville, SC 29601

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September 25, 2017

Via Email, Fax and Federal Express

Pete Richichi
WD Navarre Canada, ULC
2 W Washington Street, Suite 500
Greenville, SC 29601

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Greenville, SC 29601

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